

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	
	§	Case No. 23-30023
CENTERPOINTE HOTELS	§	
@ TEXAS II, LP, et al.,	§	Chapter 11
	§	
Debtors.¹	§	(Jointly Administered)

**GLOBAL NOTES REGARDING DEBTORS' SCHEDULES OF ASSETS AND
LIABILITIES AND STATEMENTS OF FINANCIAL AFFAIRS**

The Schedules of Assets and Liabilities (the “Schedules”) and the Statements of Financial Affairs (the “Statements,” and collectively with the Schedules, the “Schedules and Statements”) filed by Debtors CenterPointe Hotels @ Texas II, LP (“CP Hotels”) and CeterPointe Partners @ Texas, LLC (“CP Partners,” and, with CP Hotels, the “Debtors”), in the United States Bankruptcy Court for the Southern District of Texas (the “Bankruptcy Court”), were prepared pursuant to section 521 of title 11 of the United States Code (the “Bankruptcy Code”) and Rule 1007 of the Federal Rules of Bankruptcy Procedure by management of the Debtors and are unaudited. While the Debtor’s management has made every reasonable effort to ensure that the Schedules and Statements are accurate and complete, based upon information that was available to them at the time of preparation, the subsequent receipt of information may result in material changes to the financial data and other information contained therein. The Debtors reserve the right to amend the Schedules and Statements from time to time as may be necessary or appropriate. These Global Notes Regarding Debtors’ Schedules of Assets and Liabilities and Statements of Financial Affairs (the “Global Notes”) are incorporated by reference in, and comprise an integral part of, the Schedules and Statements, and should be referred to and reviewed in connection with any review of the Schedules and Statements.

The Schedules and Statements and Global Notes should not be relied upon by any person for information relating to current or future financial conditions, events or performance of any of the Debtors. Due to numerous unliquidated, contingent and/or disputed claims, summary statistics in the Schedule, Statements and Global Notes likely significantly understate the Debtors’ liabilities.

1. Reservation of Rights. On September 21, 2022, Paul Lee, Jack Lee, George Lee, (the “Lees”) and Agama Properties, LLC (the “Special Partners”), each holders of Special Partnership Interests in CP Hotels, illegally obtained a Temporary Restraining Order (“TRO”) from the District Court of Harris County, Texas, 165th Judicial District (the “State Court”) barring James O Guillory, Jr. from acting as Manager of CP Partners and requiring that management of

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective Employer Identification Numbers, are as follows: CenterPointe Hotels @ Texas II, LP (5812); and CenterPointe Partners @ Texas, LLC d/b/a Hampton Inn I-10 East (4943). The Debtors’ service address is: 3906 Brookston Street, Houston, Texas 77045.

CP Partners turned over to Robby Frank, an employee of the Lee's real estate company, Japage Realty. With the TRO in place, the Debtors' rightful management was lock out from and prohibited access to the Debtors books and records until November 28, 2022, the Special Partner plaintiffs abandoned their state court litigation. Since resuming control of CP Hotels and CP Partners, existing management has attempted to reconcile and audit the books and records, but such process is not complete.

Accordingly, although current management has made reasonable efforts to insure that the Schedules and Statements are accurate and complete based on information that was available to them at the time of preparation, subsequent information or discovery may result in material changes to one or more of the Schedules and Statements; indeed inadvertent errors, omissions or inaccuracies may exist. Moreover, because the Schedules and Statements contain unaudited information, there can be no assurance that the Schedules and Statements are wholly accurate and complete. The Debtors reserve the right to amend and/or supplement any and all of the Schedules and Statements from time to time as they deem necessary and appropriate.

2. Summary of Significant Reporting Policies. The following conventions were adopted by the Debtors in the preparation of the Schedules and Statements

- a. Currency. All amounts are reflected in U.S. Dollars.
- b. Litigation. The Debtor has listed in Schedule F all known claimants related to any pending or threatened litigation action as contingent, disputed and unliquidated with unknown amounts. Although claim amounts were not estimated, allowed claims, if any, for these claimants may be substantial. Any information contained in Schedule F with respect to potential litigation shall not be a binding representation of the Debtor's liabilities with respect to any of the potential suits and proceedings included therein.
- c. Causes of Action. The Debtor has not necessarily set forth all claims or causes of action against third parties as assets in the Schedules and Statements. The Debtors reserve all of their rights with respect to any such claims or causes of action they may have, and neither these Global Notes nor the Schedules and Statements shall be deemed a waiver of any such causes of action.
- d. Secured Claims. Except as otherwise agreed pursuant to a stipulation or agreed order or order entered by the Bankruptcy Court, the Debtors reserve their rights to dispute or challenge the validity, perfection or immunity from avoidance of any lien purported to be granted or perfected in any specific asset to a secured creditor listed on Schedule D of any Debtors. Moreover, although the Debtors may have scheduled claims of various creditors as secured claims, except as otherwise agreed pursuant to a stipulation or agreed order or order entered by the Bankruptcy Court, the Debtors reserves all rights to dispute or challenge the secured nature of any such creditor's claim or the characterization of the structure of any such transaction or any document or instrument (including without limitation, any intercompany agreement) related to such creditor's claim. The descriptions provided in Schedule D are intended only to be a summary. Reference to the applicable loan agreements

and related documents is necessary for a complete description of the collateral and the nature, extent and priority of any liens. Nothing in the Global Notes or the Schedules and Statements shall be deemed a modification or interpretation of the terms of such agreements.

3. Disputed, Contingent and/or Unliquidated Claims. Schedules D, E and F permit each of the Debtors to designate a claim as disputed, contingent and/or unliquidated. A failure to designate a claim on any of the Schedules as disputed, contingent and/or unliquidated does not constitute an admission that such claim is not subject to objection by the Debtors. The Debtors reserve the right to dispute, or assert offsets or defenses to, any claim reflected on the Schedules as to amount, liability or status.

4. Global Notes Control. In the event that the Schedules and Statements differ from the foregoing Global Notes, the Global Notes shall control.

Fill in this information to identify the case:

Debtor name CenterPointe Hotels @ Texas II, LPUnited States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXASCase number (if known) 23-30025 Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets–Real and Personal Property* (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- Schedule H: Codebtors* (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- Amended Schedule*
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- Other document that requires a declaration*

I declare under penalty of perjury that the foregoing is true and correct.

Executed on January 20, 2023X /s/ James O. Guillory Jr.

Signature of individual signing on behalf of debtor

James O. Guillory Jr.

Printed name

President

Position or relationship to debtor

Fill in this information to identify the case:

Debtor name **CenterPointe Hotels @ Texas II, LP**United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF TEXAS**Case number (if known): **23-30025**
 Check if this is an
amended filing
Official Form 204**Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Thomas B. Mock, PC 13760 Noel Road Suite 1020 Dallas, TX 75240						\$2,800.00
Comptroller of Public Accounts Attn: Christopher J. Dylla Bankruptcy & Collections Division PO Box 12548-MC008 Austin, TX 78711-2548						\$0.00
Hasan & Associates, CPAs, PC 6671 Southwest Freeway Suite 315 Houston, TX 77074						\$0.00

Fill in this information to identify the case:

Debtor name **CenterPointe Hotels @ Texas II, LP**United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF TEXAS**Case number (if known) **23-30025** Check if this is an amended filing

Official Form 206Sum

Summary of Assets and Liabilities for Non-Individuals

12/15

Part 1: **Summary of Assets**

1. **Schedule A/B: Assets-Real and Personal Property** (Official Form 206A/B)

1a. **Real property:**

Copy line 88 from *Schedule A/B*..... \$ **10,264,736.20**

1b. **Total personal property:**

Copy line 91A from *Schedule A/B*..... \$ **2,974,224.55**

1c. **Total of all property:**

Copy line 92 from *Schedule A/B*..... \$ **13,238,960.75**

Part 2: **Summary of Liabilities**

2. **Schedule D: Creditors Who Have Claims Secured by Property** (Official Form 206D)

Copy the total dollar amount listed in Column A, *Amount of claim*, from line 3 of *Schedule D*..... \$ **6,935,017.39**

3. **Schedule E/F: Creditors Who Have Unsecured Claims** (Official Form 206E/F)

3a. **Total claim amounts of priority unsecured claims:**

Copy the total claims from Part 1 from line 5a of *Schedule E/F*..... \$ **0.00**

3b. **Total amount of claims of nonpriority amount of unsecured claims:**

Copy the total of the amount of claims from Part 2 from line 5b of *Schedule E/F*..... +\$ **2,800.00**

4. **Total liabilities**

Lines 2 + 3a + 3b

\$ **6,937,817.39**

Fill in this information to identify the case:

Debtor name **CenterPointe Hotels @ Texas II, LP**United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF TEXAS**Case number (if known) **23-30025** Check if this is an amended filing**Official Form 206A/B****Schedule A/B: Assets - Real and Personal Property**

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents**1. Does the debtor have any cash or cash equivalents?** No. Go to Part 2. Yes Fill in the information below.**All cash or cash equivalents owned or controlled by the debtor****Current value of debtor's interest****3. Checking, savings, money market, or financial brokerage accounts (Identify all)**

Name of institution (bank or brokerage firm) Type of account

Last 4 digits of account number

Wells Fargo
CenterPointe Hotels @ Texas II, LP
3.1. LP Partnership Acct

8495

\$11,824.00

4. Other cash equivalents (Identify all)**5. Total of Part 1.**

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$11,824.00

Part 2: Deposits and Prepayments**6. Does the debtor have any deposits or prepayments?** No. Go to Part 3. Yes Fill in the information below.**Part 3: Accounts receivable****10. Does the debtor have any accounts receivable?** No. Go to Part 4. Yes Fill in the information below.**11. Accounts receivable I-10 & 610 Holdings, LP**

11a. 90 days old or less:	8,357.27	-	0.00	=
	face amount		doubtful or uncollectible accounts	

\$8,357.27

Debtor	CenterPointe Hotels @ Texas II, LP	Case number (If known)	23-30025
Name			
	Barron Partners		
11b. Over 90 days old:	18,617.19	-	0.00 =.... \$18,617.19
	face amount	doubtful or uncollectible accounts	
<hr/>			
	CenterPointe Hotel Partners		
11b. Over 90 days old:	17,665.91	-	0.00 =.... \$17,665.91
	face amount	doubtful or uncollectible accounts	
<hr/>			
	CenterPointe Hotels @ AL I		
11b. Over 90 days old:	100.00	-	0.00 =.... \$100.00
	face amount	doubtful or uncollectible accounts	
<hr/>			
	CenterPointe Hotels @ TX I		
11b. Over 90 days old:	513,031.70	-	0.00 =.... \$513,031.70
	face amount	doubtful or uncollectible accounts	
<hr/>			
	HarDam Hospitality		
11b. Over 90 days old:	112,570.38	-	0.00 =.... \$112,570.38
	face amount	doubtful or uncollectible accounts	
<hr/>			
	James Guillory Jr.		
11b. Over 90 days old:	5,477.50	-	0.00 =.... \$5,477.50
	face amount	doubtful or uncollectible accounts	
<hr/>			
	James Guillory Sr.		
11b. Over 90 days old:	5,950.00	-	0.00 =.... \$5,950.00
	face amount	doubtful or uncollectible accounts	
<hr/>			

12. **Total of Part 3.**

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$681,769.95**Part 4: Investments****13. Does the debtor own any investments?**

No. Go to Part 5.
 Yes Fill in the information below.

Part 5: Inventory, excluding agriculture assets**18. Does the debtor own any inventory (excluding agriculture assets)?**

No. Go to Part 6.
 Yes Fill in the information below.

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)**27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?**

No. Go to Part 7.
 Yes Fill in the information below.

Part 7: Office furniture, fixtures, and equipment; and collectibles**38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?**

No. Go to Part 8.

Debtor CenterPointe Hotels @ Texas II, LP
NameCase number (If known) 23-30025 Yes Fill in the information below.

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39.	Office furniture Fixtures	\$0.00		\$2,280,630.60
	Furniture & Equipment	\$2,948.73		Unknown
40.	Office fixtures			
41.	Office equipment, including all computer equipment and communication systems equipment and software Computer Equipment & Network	\$14,385.41		Unknown
	Laundry Equipment	\$4,438.25		Unknown
	Security System	\$4,500.00		Unknown
	Telephone System	\$16,568.93		Unknown
42.	Collectibles Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles			
43.	Total of Part 7. Add lines 39 through 42. Copy the total to line 86.			\$2,280,630.60
44.	Is a depreciation schedule available for any of the property listed in Part 7?			
	<input checked="" type="checkbox"/> No			
	<input type="checkbox"/> Yes			
45.	Has any of the property listed in Part 7 been appraised by a professional within the last year?			
	<input checked="" type="checkbox"/> No			
	<input type="checkbox"/> Yes			

Part 8: Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?

No. Go to Part 9.
 Yes Fill in the information below.

Part 9: Real property

54. Does the debtor own or lease any real property?

No. Go to Part 10.
 Yes Fill in the information below.

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

Description and location of property Include street address or other	Nature and extent of debtor's interest	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest

Debtor	CenterPointe Hotels @ Texas II, LP Name	Case number (If known)	23-30025
description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building, if available.)		in property	
55.1.	10505 East Freeway, Houston, Texas 77029, improved real estate, hotel	Fee simple	\$6,236,094.15
		Recent cost	\$10,264,736.20

56. **Total of Part 9.** **\$10,264,736.20**
 Add the current value on lines 55.1 through 55.6 and entries from any additional sheets.
 Copy the total to line 88.

57. **Is a depreciation schedule available for any of the property listed in Part 9?**
 No
 Yes

58. **Has any of the property listed in Part 9 been appraised by a professional within the last year?**
 No
 Yes

Part 10: Intangibles and intellectual property

59. Does the debtor have any interests in intangibles or intellectual property?

No. Go to Part 11.
 Yes Fill in the information below.

Part 11: All other assets

70. Does the debtor own any other assets that have not yet been reported on this form?
 Include all interests in executory contracts and unexpired leases not previously reported on this form.

No. Go to Part 12.
 Yes Fill in the information below.

	Current value of debtor's interest
71. Notes receivable Description (include name of obligor)	
72. Tax refunds and unused net operating losses (NOLs) Description (for example, federal, state, local)	
73. Interests in insurance policies or annuities	
74. Causes of action against third parties (whether or not a lawsuit has been filed)	

Debtor CenterPointe Hotels @ Texas II, LP

Name

Case number (*If known*) 23-30025

Potential claims and causes of action against Paul Lee, Jack Lee, George Lee, Agama Properties, LLC, and Robby Frank related to or arising from the improper filing of that litigation styled CenterPointe Hotels @ Texas II, L.P., et al. v. CenterPointe Partners @ Texas, LLC, Cause Number 2022-60359, in the 165th District Court of Harris County, Texas, and actions or omissions occurring during the pendency of the same, including but not limited claims for damages for breach of fiduciary duty, tortious interference with contractual relationship, and gross negligence.

Unknown

Nature of claim _____
 Amount requested \$0.00

75. **Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims**

76. **Trusts, equitable or future interests in property**

77. **Other property of any kind not already listed** *Examples:* Season tickets, country club membership

78. **Total of Part 11.**

Add lines 71 through 77. Copy the total to line 90.

\$0.00

79. **Has any of the property listed in Part 11 been appraised by a professional within the last year?**

No

Yes

Debtor CenterPointe Hotels @ Texas II, LP
NameCase number (If known) 23-30025Part 12: **Summary**

In Part 12 copy all of the totals from the earlier parts of the form

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1</i>	<u>\$11,824.00</u>	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	<u>\$0.00</u>	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	<u>\$681,769.95</u>	
83. Investments. <i>Copy line 17, Part 4.</i>	<u>\$0.00</u>	
84. Inventory. <i>Copy line 23, Part 5.</i>	<u>\$0.00</u>	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	<u>\$0.00</u>	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	<u>\$2,280,630.60</u>	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	<u>\$0.00</u>	
88. Real property. <i>Copy line 56, Part 9.....></i>		<u>\$10,264,736.20</u>
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	<u>\$0.00</u>	
90. All other assets. <i>Copy line 78, Part 11.</i>	<u>\$0.00</u>	
91. Total. Add lines 80 through 90 for each column	<u>\$2,974,224.55</u>	+ 91b. <u>\$10,264,736.20</u>
92. Total of all property on Schedule A/B. Add lines 91a+91b=92		<u>\$13,238,960.75</u>

Fill in this information to identify the case:

Debtor name **CenterPointe Hotels @ Texas II, LP**United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF TEXAS**Case number (if known) **23-30025** Check if this is an amended filing**Official Form 206D****Schedule D: Creditors Who Have Claims Secured by Property****12/15**

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.

Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

2.1 **Harris County Tax Assessor**

Creditor's Name

**PO Box 3547
Houston, TX 77253**

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred**Last 4 digits of account number****Do multiple creditors have an interest in the same property?** No Yes. Specify each creditor, including this creditor and its relative priority.**1. ZSBNP, LLC
2. ZSBNP, LLC
3. Harris County Tax Assessor**2.2 **ZSBNP, LLC**

Creditor's Name

c/o Hughes Watters Askanase, LLP**1201 Louisiana, 28th Floor
Houston, TX 77002**

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred

	<i>Column A</i> Amount of claim	<i>Column B</i> Value of collateral that supports this claim
	\$128,732.24	\$10,264,736.20

Describe debtor's property that is subject to a lien

10505 East Freeway, Houston, Texas 77029, improved real estate, hotel**Describe the lien****Statutory Lien****Is the creditor an insider or related party?** No Yes**Is anyone else liable on this claim?** No Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)**As of the petition filing date, the claim is:**

Check all that apply

Contingent

Unliquidated

Disputed

\$4,092,506.59**\$10,264,736.20**

Describe debtor's property that is subject to a lien

10505 East Freeway, Houston, Texas 77029, improved real estate, hotel**Describe the lien****First Lien****Is the creditor an insider or related party?** No Yes**Is anyone else liable on this claim?** No

Debtor CenterPointe Hotels @ Texas II, LP

Case number (if known)

23-30025**10/11/2013**

Last 4 digits of account number

 Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)**Do multiple creditors have an interest in the same property?** No Yes. Specify each creditor, including this creditor and its relative priority.**Specified on line 2.1****As of the petition filing date, the claim is:**

Check all that apply

- Contingent
- Unliquidated
- Disputed

2.3 ZSBNP, LLC

Creditor's Name

**c/o Hughes Watters & Askanase, LLP
1201 Louisiana, 28th Floor
Houston, TX 77002**

Creditor's mailing address

Describe debtor's property that is subject to a lien

\$2,713,778.56\$10,264,736.20**10505 East Freeway, Houston, Texas 77029, improved real estate, hotel****Describe the lien****Second Lien****Is the creditor an insider or related party?** No Yes**Is anyone else liable on this claim?** No Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

Creditor's email address, if known

Date debt was incurred

10/11/2013

Last 4 digits of account number

Do multiple creditors have an interest in the same property? No Yes. Specify each creditor, including this creditor and its relative priority.**Specified on line 2.1****As of the petition filing date, the claim is:**

Check all that apply

- Contingent
- Unliquidated
- Disputed

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.

\$6,935,017.3

9

Part 2: List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address

On which line in Part 1 did you enter the related creditor?

Last 4 digits of account number for this entity

**Amegy Bank National Association
PO Box 27459
Houston, TX 77227-7459**Line 2.2**Greater Texas Capital Corporation
100 E. Ferguson St., Suite 1100
Tyler, TX 75702**Line 2.3

Fill in this information to identify the case:

Debtor name **CenterPointe Hotels @ Texas II, LP**United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF TEXAS**Case number (if known) **23-30025** Check if this is an amended filing**Official Form 206E/F****Schedule E/F: Creditors Who Have Unsecured Claims****12/15**

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

No. Go to Part 2.
 Yes. Go to line 2.

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

		Amount of claim
3.1	Nonpriority creditor's name and mailing address Comptroller of Public Accounts Attn: Christopher J. Dylla Bankruptcy & Collections Division PO Box 12548-MC008 Austin, TX 78711-2548 Date(s) debt was incurred __ Last 4 digits of account number __	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: __ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.2	Nonpriority creditor's name and mailing address Hasan & Associates, CPAs, PC 6671 Southwest Freeway Suite 315 Houston, TX 77074 Date(s) debt was incurred __ Last 4 digits of account number __	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: __ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.3	Nonpriority creditor's name and mailing address Thomas B. Mock, PC 13760 Noel Road Suite 1020 Dallas, TX 75240 Date(s) debt was incurred __ Last 4 digits of account number __	\$2,800.00

Part 3: List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address

On which line in Part 1 or Part 2 is the related creditor (if any) listed?

Last 4 digits of account number, if any

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

Debtor CenterPointe Hotels @ Texas II, LP
Name _____Case number (if known) 23-30025

5. Add the amounts of priority and nonpriority unsecured claims.

5a. Total claims from Part 1

5b. Total claims from Part 2

5c. Total of Parts 1 and 2

Lines 5a + 5b = 5c.

Total of claim amounts	
5a. \$	<u>0.00</u>
5b. + \$	<u>2,800.00</u>
5c. \$	<u>2,800.00</u>

Fill in this information to identify the case:

Debtor name **CenterPointe Hotels @ Texas II, LP**United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF TEXAS**Case number (if known) **23-30025** Check if this is an amended filing**Official Form 206G****Schedule G: Executory Contracts and Unexpired Leases****12/15**

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, number the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

 No. Check this box and file this form with the debtor's other schedules. There is nothing else to report on this form. Yes. Fill in all of the information below even if the contacts of leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).**2. List all contracts and unexpired leases****State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

2.1. State what the contract or lease is for and the nature of the debtor's interest

Lease real property and improvements.State the term remaining **14 years****CenterPointe Partners @ Texas, LLC
3906 Brookston Street
Houston, TX 77045**

List the contract number of any government contract

Fill in this information to identify the case:

Debtor name **CenterPointe Hotels @ Texas II, LP**United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF TEXAS**Case number (if known) **23-30025** Check if this is an amended filing

Official Form 206H

Schedule H: Your Codebtors

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Do you have any codebtors?

No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.

Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: **Codebtor**Column 2: **Creditor**

Name	Mailing Address	Name	Check all schedules that apply:
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2.1	CenterPointe Partners @ Texas, LLC	3906 Brookston Street Houston, TX 77045 Guarantor	ZSBNP, LLC	<input checked="" type="checkbox"/> D <u>2.2</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.2	CenterPointe Partners @ Texas, LLC	3906 Brookston Street Houston, TX 77045 Guarantor	ZSBNP, LLC	<input checked="" type="checkbox"/> D <u>2.3</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.3	James Guillory Sr.	4415 Anselm St Houston, TX 77045 Guarantor	ZSBNP, LLC	<input checked="" type="checkbox"/> D <u>2.2</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.4	James Guillory Sr.	4415 Anselm St Houston, TX 77045 Guarantor	ZSBNP, LLC	<input checked="" type="checkbox"/> D <u>2.3</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.5	James O. Guillory, Jr.	3906 Brookston Street Houston, TX 77045	ZSBNP, LLC	<input checked="" type="checkbox"/> D <u>2.2</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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Debtor **CenterPointe Hotels @ Texas II, LP**

Case number (*if known*) **23-30025**

Additional Page to List More Codebtors

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.
Column 1: Codebtor **Column 2: Creditor**

2.6 James O. Guillory, Jr. 3906 Brookston Street Houston, TX 77045 Guarantor ZSBNP, LLC D 2.3 E/F _____ G

2.7 **Lou Guillory** **5915 Emmit Creek Lane** **ZSBNP, LLC** **D** **2.2**
 Sugar Land, TX 77479 **E/F**
 Guarantor **G**

2.8 **Lou Guillory** **5915 Emmit Creek Lane** **ZSBNP, LLC** D 2.3
Sugar Land, TX 77479 E/F _____
Guarantor G _____

Fill in this information to identify the case:

Debtor name CenterPointe Hotels @ Texas II, LPUnited States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXASCase number (if known) 23-30025 Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/22

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business

 None.

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue
Check all that apply

Gross revenue
(before deductions and exclusions)

For prior year:

From 1/01/2022 to 12/31/2022 Operating a business\$650,000.00 Other Lease Revenue

For year before that:

From 1/01/2021 to 12/31/2021 Operating a business\$746,010.00 Other Lease Revenue

For the fiscal year:

From 1/01/2020 to 12/31/2020 Operating a business\$327,099.00 Other Lease Revenue

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

 None.

Description of sources of revenue

Gross revenue from each source
(before deductions and exclusions)

Part 2: List Certain Transfers Made Before Filing for Bankruptcy

3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers--including expense reimbursements--to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

 None.

Creditor's Name and Address

Dates

Total amount of value

Reasons for payment or transfer
Check all that apply

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$7,575. (This amount

Debtor **CenterPointe Hotels @ Texas II, LP**Case number (if known) **23-30025**

may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

None.

Insider's name and address	Dates	Total amount of value	Reasons for payment or transfer
Relationship to debtor			

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

None

Creditor's name and address	Describe of the Property	Date	Value of property

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount

Part 3: Legal Actions or Assignments

7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

None.

Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.1. CenterPointe Hotels @ Texas II LP, et al vs CenterPointe Partners @ Texas LLC, et al 202260359	Civil	165 District Court, Harris County, TX 302 Caroline (Floor:12) Houston, TX 77002	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

None

Part 4: Certain Gifts and Charitable Contributions

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value

Part 5: Certain Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

None

Debtor **CenterPointe Hotels @ Texas II, LP**Case number (if known) **23-30025**

Description of the property lost and how the loss occurred	Amount of payments received for the loss	Dates of loss	Value of property lost
	<p>If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received.</p> <p>List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).</p>		

Part 6: Certain Payments or Transfers**11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

None.

Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.1. Okin Adams Bartlett Curry LLP 1113 Vine Street Suite 240 Houston, TX 77002	Retainer was paid on behalf of CenterPointe Hotels @ Texas II, LP and CenterPointe Partners @ Texas, LLC	12/29/22	\$50,000.00
Email or website address www.okinadams.com			
Who made the payment, if not debtor?			

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

None.

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value

13. Transfers not already listed on this statement

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

None.

Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value

Part 7: Previous Locations**14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

Does not apply

Address	Dates of occupancy From-To
14.1. 4702 La Branch Houston, TX 77004	2013 - 09/2022

Debtor CenterPointe Hotels @ Texas II, LPCase number (if known) 23-30025**Part 8: Health Care Bankruptcies****15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

No. Go to Part 9.
 Yes. Fill in the information below.

Facility name and address

Nature of the business operation, including type of services the debtor provides

If debtor provides meals and housing, number of patients in debtor's care

Part 9: Personally Identifiable Information**16. Does the debtor collect and retain personally identifiable information of customers?**

No.
 Yes. State the nature of the information collected and retained.

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

No. Go to Part 10.
 Yes. Does the debtor serve as plan administrator?

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units**18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?
 Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

None

Financial Institution name and Address	Last 4 digits of account number	Type of account or instrument	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

None

Depository institution name and address	Names of anyone with access to it Address	Description of the contents	Does debtor still have it?

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

None

Facility name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own

Debtor CenterPointe Hotels @ Texas II, LPCase number (if known) 23-30025**21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

None

Part 12: Details About Environment Information

For the purpose of Part 12, the following definitions apply:

Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

No.
 Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
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23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

No.
 Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
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24. Has the debtor notified any governmental unit of any release of hazardous material?

No.
 Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
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Part 13: Details About the Debtor's Business or Connections to Any Business**25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

None

Business name address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.	Dates business existed
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26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

None

Name and address	Date of service From-To
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Debtor **CenterPointe Hotels @ Texas II, LP**Case number (if known) **23-30025****Name and address****Date of service
From-To****2013 to present**

26a.1. **Hasan & Associates, CPAs, PC**
6671 Southwest Freeway
Suite 315
Houston, TX 77074

26a.2. **Robert Half -- Isabel Sigala**
1780 Huges Landing Blvd., Suite 975
The Woodlands, TX 77380

26a.3. **Robert Half -- Marcia Wolf**
1780 Hughes Landing Blvd., Suite 975
The Woodlands, TX 77380

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

None

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

None

Name and address**If any books of account and records are
unavailable, explain why**

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

None

Name and address

26d.1. **Amegy Bank National Association**
PO Box 27459
Houston, TX 77227-7459

26d.2. **Greater Texas Capital Corporation**
100 E. Ferguson St., Suite 1100
Tyler, TX 75702

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

No

Yes. Give the details about the two most recent inventories.

**Name of the person who supervised the taking of the
inventory**

Date of inventory

**The dollar amount and basis (cost, market,
or other basis) of each inventory**

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
CenterPointe Partners @ Texas, LLC	3906 Brookston Street Houston, TX 77045	General partner	50%
James O. Guillory, Jr.	3906 Brookston Street Houston, TX 77045	President and Manager of General Partner	50%

Debtor **CenterPointe Hotels @ Texas II, LP**Case number (if known) **23-30025**

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

No
 Yes. Identify below.

Name	Address	Position and nature of any interest	Period during which position or interest was held
Robby Frank	5353 W. Alabama, Suite 610 Houston, TX 77056	Manager	9/21/2022 - 11/28/2022

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

No
 Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
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31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

No
 Yes. Identify below.

Name of the parent corporation	Employer Identification number of the parent corporation
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32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

No
 Yes. Identify below.

Name of the pension fund	Employer Identification number of the pension fund
--------------------------	--

Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both.
 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on January 20, 2023

/s/ James O. Guillory Jr.

Signature of individual signing on behalf of the debtor

James O. Guillory Jr.

Printed name

Position or relationship to debtor President

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

Yes See Global Notes Regarding Debtors' Schedules of Assets and Liabilities and Statements of Financial Affairs
 No